



CCPA Board Meeting Minutes 18 October 2022 via Zoom

Board Members present:

- Jaci Guerena, Chair
(CCPA WOW Hall
Host)
- Ed Kashin, Vice- Chair
- Allison Carter,
Secretary
- Linda Dievendorf,
Treasurer
- David Zupan
- David Hughes
- Mike Walker (joined
7:25pm)
- Nancy Forrest
- Deb Maher, Executive
Director, (non-voting)

David Hughes (d

Board Members absent: None.

Staff and support:

- Steven, tech volunteer, meeting host
- Sandra Bishop, Scribe

Participants:

- Jonathan Pincus
- Carole Goerger
- David Diercks
- Kathy Ging
- Melissa Swan
- Mouseman
- Sarah Chylek
- Sherry Franzen
- Tom Wilt

Welcome and Remarks from the Chair – Jaci Guerena 7:03 pm

The Chair welcomed everyone and briefly stated the guidelines for participating.

Agenda Review 7:05 pm

No changes to agenda.

1. Minutes Approval 7:10 pm

No meeting minutes to approve tonight.

2. Public Comments

7:10 pm

1. Sarah Chylek
2. Mouseman
3. Jonathan Pincus
4. Kathy Ging
5. Sherry Franzen

For detailed public comments please see recording posted on WOW Hall website:
10/18/2022 Bod Meeting Minutes Pending, Video Recording.

3. Organizational Highlights – Deb Maher, Executive Director 7:16 pm

Deb Maher, Executive Director reported on several areas of endeavor and operations and presented a written report.

SEE: **10-18-2022 Executive Dir Highlights.docx.pdf**; 3-pages, dated Oct. 18, 2022.

4. Financial Report – Linda Dievendorf & Deb Maher, ED 7:25 pm

Deb Maher, Executive Director and Linda Dievendorf, Board Treasurer reported on financial condition of the organization and presented two financial documents.

SEE: **CCPA BUDGET to ACTUAL thru 30Sep2022.pdf**, one-page and **CCPA-Assets-thru-30Sep2022.pdf**, one-page.

5. Governance Committee – Ed Kashin, Chair 7:35 pm

Discuss and Vote to forward Updated Bylaws to Membership at the Annual General Membership Meeting Nov. 13, 2022, and Vote on the *Rules of Order* for Bylaws Update

Approximately one-hour discussion including questions from members and board members. For detailed comments, questions and discussion please see recording posted on WOW Hall website: **10/18/2022 Bod Meeting Minutes Pending, Video Recording.**

MOTION: I move that the CCPA forward the bylaws revision to the membership for a vote in the 2022 Annual meeting.

Moved by Ed Kashin. Seconded by Linda Dievendorf.

PASSED: By unanimous vote.

SEE: **BoD-ccpa_bylaws_update-proposal-post legal review.pdf**; 9-pages with one-page Cover Letter dated Oct 10, 2022 and 8-page Community Center for the Performing Arts Bylaws, 2022 Bylaws Update Proposal – 10/10/2022 Post Legal Review.

MOTION: I move that the Board adopt the submitted *Rules of Order* for any amendments at the Annual General Membership Meeting.

Moved by Ed Kashin. Seconded by David Hughes.

PASSED: By unanimous vote.

SEE: **CCPA Special Rule of Order for the consideration of the proposed Bylaws**

Update at the 2022 Annual General Membership Meeting.pdf, one-page undated document; first line reads: *CCPA Special Rule of Order for the consideration of the proposed Bylaws Update at the 2022 Annual.*

6. External Affairs Committee Report – Co-Chair Mike Walker 8:50 pm

Mike gave a brief report. For details see recording posted on WOW Hall website: **10/18/2022 Bod Meeting Minutes Pending, Video Recording.**

7. Internal Affairs Committee – Linda Dievendorf, Chair 8:53 pm

Linda Dievendorf, CCPA Treasurer, introduced the long-term finance investment strategy item and gave a brief report on committee and work group activities.

Melissa Swan gave a detailed report followed by approximately 15–20-minute discussion. For detailed discussion and questions from Board members please see recording posted on WOW Hall website: **10/18/2022 Bod Meeting Minutes Pending, Video Recording.**

MOTION:

I move to approve the long-term finance and investment strategy.

Moved by Linda Dievendorf. Seconded by Ed Kashin.

PASSED: By unanimous vote.

SEE: **Investment Strategy Proposal 10.5.22.docx.pdf**; One-page document, titled Community Center for the Performing Arts, Long Term Finance & Investment Strategy, with Oct. 18, 2022 date.

BOARD ACTION – Board agreed to date for a Special Meeting of the Board 9:14 pm

Special Meeting of the Board (via zoom)

Tuesday Oct 25th 1:00 PM – 2:00 PM

Purpose: For the Board to discuss revision of bylaws.

Next regular Board meeting Nov 15th

8. Adjourn 9:23pm

Jaci Guerena, President – Meeting is adjourned.

SUMMARY of ACTION:

BOARD ACTION: Board agreed to date for a Special Meeting of the Board (via zoom); Tuesday Oct 25th 1:00 PM – 2:00 PM, to allow Board to discuss revision of bylaws.

MOTION: I move that the CCPA forward the bylaws revision to the membership for a vote in the 2022 Annual meeting.

Moved by Ed Kashin. Seconded by Linda Dievendorf.

PASSED: By unanimous vote.

MOTION: I move that the Board adopt the submitted *Rules of Order* for any amendments at the Annual General Membership Meeting.

Moved by Ed Kashin. Seconded by David Hughes.

PASSED: By unanimous vote.

MOTION:

I move to approve the long-term finance and investment strategy.

Moved by Lina Dievendorf . Seconded by Ed Kashin.

PASSED: By unanimous vote.

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